Tyson Chicken, Inc.
Form S-4/A
July 15, 2009

As filed with the Securities and Exchange Commission on July 15, 2009

Registration No. 333-160283

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

AMENDMENT NO. 1

TO

FORM S-4

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

Tyson Foods, Inc.*

(Exact Name of Registrant as Specified in Its Charter)

Delaware	**2015**	**71-0225165**
(State or Other Jurisdiction of Incorporation or Organization)	**(Primary Standard Industrial Code Number)**	**(I.R.S. Employer Identification No.)**

2200 Don Tyson Parkway

Springdale, Arkansas 72762-6999

(479) 290-4000

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

Dennis Leatherby

Executive Vice President and Chief Financial Officer

Tyson Foods, Inc.

2200 Don Tyson Parkway

Springdale, Arkansas 72762-6999

Tel. (479) 290-4000

Fax (479) 290-7967

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

Daniel L. Heard, Esq.

Kutak Rock LLP

124 West Capitol Ave. Suite 2000

Little Rock, Arkansas 72201

Tel. (501) 975-3000

Fax (501) 975-3001

Approximate date of commencement of proposed sale to the public: As soon as practicable after this Registration Statement becomes effective.

If the securities being registered on this form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box ¨

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ¨

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ¨

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer þ	Accelerated filer ¨
Non-accelerated filer ¨ (Do not check if a smaller reporting company)	Smaller reporting company ¨

* Includes certain subsidiaries of Tyson Foods, Inc. identified on the following page.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933, or until this Registration Statement shall become effective on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.

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TABLE OF ADDITIONAL REGISTRANTS

Name*	State or Other Jurisdiction of Incorporation or Organization	Primary Standard Industrial Classification Code Number	I.R.S. Employer Identification Number
Carolina Brand Foods, LLC	North Carolina	2015	73-1606670
CBFA Management Corp.	Delaware	2015	76-0567117
Cobb-Vantress, Inc.	Delaware	2015	71-0628109
DFG Foods, Inc.	Delaware	2015	74-2893128
DFG Foods, LLC	Oklahoma	2015	74-2894063
Foodbrands America, Inc.	Delaware	2015	13-2535513
Foodbrands Supply Chain Services, Inc.	Delaware	2015	48-1121753
Global Employment Services, Inc.	Delaware	2015	71-0739491
Hudson Midwest Foods, Inc.	Nebraska	2015	52-1997501
IBP Foodservice, LLC	Delaware	2015	91-1789835
IBP Redevelopment Corporation	Missouri	2015	46-0455996
Madison Foods, Inc.	Delaware	2015	47-0813194
National Comp Care, Inc.	Delaware	2015	71-0773608
New Canada Holdings, Inc.	Delaware	2015	32-0216754
Oaklawn Capital Corporation	Delaware	2015	71-0781139
PBX, Inc.	Delaware	2015	47-0557612
Provemex International Holdings, Inc.	Delaware	2015	20-3651396
Rural Energy Systems, Inc.	Delaware	2015	47-0681092
Texas Transfer, Inc.	Texas	2015	47-0706817
The Bruss Company	Illinois	2015	36-2338268
The IBP Foods Co.	Delaware	2015	46-0453283
The Pork Group, Inc.	Delaware	2015	71-0815074
TyNet Corporation	Delaware	2015	71-0773610
Tyson Breeders, Inc.	Delaware	2015	62-0852669
Tyson Chicken, Inc.	Delaware	2015	71-0802999
Tyson Deli, Inc.	Delaware	2015	42-1233965
Tyson Farms, Inc.	North Carolina	2015	56-0754148
Tyson Fresh Meats, Inc.	Delaware	2015	71-0857514
Tyson Hog Markets, Inc.	Delaware	2015	36-2747500
Tyson International Holding Company	Delaware	2015	71-0761250
Tyson International Service Center Inc. Asia	Delaware	2015	47-0705297
Tyson International Service Center Inc. Europe	Delaware	2015	47-0705298
Tyson International Service Center, Inc.	Delaware	2015	47-6078636
Tyson Mexican Original, Inc.	Delaware	2015	71-0815084
Tyson of Wisconsin, Inc.	Delaware	2015	47-0728180
Tyson Poultry, Inc.	Delaware	2015	71-0815087
Tyson Prepared Foods, Inc.	Delaware	2015	48-1175514
Tyson Processing Services, Inc.	Delaware	2015	91-1853538
Tyson Receivables Corporation	Delaware	2015	36-4469996
Tyson Refrigerated Processed Meats, Inc.	Delaware	2015	51-0392340
Tyson Sales and Distribution, Inc.	Delaware	2015	71-0815086
Tyson Service Center Corp.	Delaware	2015	47-0610095
Tyson Shared Services, Inc.	Delaware	2015	71-0815073
Wilton Foods, Inc.	New York	2015	13-2506547
Zemco Industries, Inc.	Delaware	2015	11-2204462
Central Industries, Inc.	Mississippi	2015	64-0428364
FPPCI Acquisition, Inc.	Delaware	2015	27-0434040

* The address, including zip code, and telephone number, including area code, of each registrant s principal executive offices (except for Cobb Vantress, Inc.) is 2200 Don Tyson Parkway, Springdale, Arkansas 72762-6999, Tel. (479) 290-4000.

* The address, including zip code, and telephone number, including area code, of the principal executive offices of Cobb Vantress, Inc. is 20634 HWY 412, Siloam Springs, Arkansas 72761, Tel. (479) 524-3166.

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The information in this prospectus is not complete and may be changed. We may not sell these securities until the registration statement filed with the Securities and Exchange Commission is effective. This prospectus is not an offer to sell these securities and it is not soliciting an offer to buy these securities in any state where the offer or sale is not permitted.

Subject to completion, dated July 15, 2009

PROSPECTUS

Tyson Foods, Inc.

Offer to Exchange All Outstanding $810,000,000 10.50% Senior Notes due 2014

for

$810,000,000 10.50% Senior Notes due 2014 which have been registered under the Securities Act

We are offering to exchange new 10.50% Senior Notes due 2014 (which we refer to as the new notes) for our currently outstanding 10.50% Senior Notes due 2014 (which we refer to as the old notes) on the terms and subject to the conditions detailed in this prospectus and the accompanying letter of transmittal.

The Exchange Offer

- The exchange offer will expire at 5:00 p.m., New York City time, on [ ] [ ], 2009, unless extended.
- All old notes that are validly tendered and not validly withdrawn will be exchanged.
- Tenders of old notes may be withdrawn any time prior to 5:00 p.m., New York City time, on the date of expiration of the exchange offer.
- The exchange of notes will not be a taxable exchange for U.S. federal income tax purposes.
- We will not receive any proceeds from the exchange offer.

The New Notes

- The terms of the new notes to be issued are identical in all material respects to the outstanding old notes, except that the new notes have been registered under the Securities Act of 1933, as amended (the Securities Act) and will not have any of the transfer restrictions and additional interest provisions relating to the old notes. The new notes will represent the same debt as the old notes and we will issue the new notes under the same indenture.

The notes will be our general unsecured, unsubordinated obligations. Accordingly, they will: (i) rank senior in right of payment to any of our future subordinated debt; (ii) rank equally with all of our existing and future unsecured, unsubordinated debt; (iii) be effectively subordinated to our existing and future secured debt to the extent of the value of the assets securing such debt, including all borrowings under our credit facility; and (iv) be structurally subordinated to all of the liabilities of our non-guarantor subsidiaries.

The guarantees will be general unsecured, unsubordinated obligations of the guarantors. Accordingly, they will: (i) rank equally with all of the guarantors existing and future unsecured, unsubordinated debt; (ii) be effectively subordinated to the guarantors existing and future secured debt to the extent of the value of the assets securing such debt, including the guarantees by the guarantors of obligations under our credit facility; and (iii) rank senior in right of payment to any of the guarantors future subordinated debt.

No public market exists for the old notes or the new notes. We do not intend to apply for listing of the new notes on any securities exchange or to arrange for them to be quoted on any quotation system.

See Risk Factors beginning on page 11 for a discussion of matters that participants in the exchange offer should consider.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus. Any representation to the contrary is a criminal offense.

The date of this prospectus is [ ] [ ], 2009

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Unless otherwise indicated or the context otherwise requires, references in this prospectus to Tyson, we, our, and us and the Company are to Tyson Foods, Inc. and its consolidated subsidiaries.

The old notes consisting of the 10.50% Senior Notes due 2014 which were issued March 9, 2009 and the new notes consisting of the 10.50% Senior Notes due 2014 offered pursuant to this prospectus are sometimes collectively referred to in this prospectus as the notes.

Rather than repeat certain information in this prospectus that we have already included in reports filed with the Securities and Exchange Commission, this prospectus incorporates important business and financial information about us that is not included in or delivered with this prospectus. We will provide this information to you at no charge upon written or oral request directed to: Tyson Foods, Inc., Investor Relations Department, 2200 Don Tyson Parkway, Springdale, AR 72762, telephone (479) 290-5410. In order to ensure timely delivery of the information, any request should be made no later than five business days before the expiration date of the exchange offer.

Each broker-dealer that receives new notes for its own account pursuant to the exchange offer must acknowledge that it will deliver a prospectus in connection with any resale of such new notes. The letter of transmittal states that by so acknowledging and by delivering a prospectus, a broker-dealer will not be deemed to admit that it is an underwriter within the meaning of the Securities Act. This prospectus, as it may be amended or supplemented from time to time, may be used by a broker-dealer in connection with resales of new notes received in exchange for old notes where such new notes were acquired by such broker-dealer as a result of

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market-making activities or other trading activities. We have agreed to furnish to each broker-dealer, without charge, as many copies of this prospectus as such broker-dealer may reasonably request. See Plan of Distribution.

We have not authorized any person to give you any information or to make any representations about the exchange offer other than those contained in this prospectus. If you are given any information or representations that are not discussed in this prospectus, you must not rely on that information or those representations. This prospectus is not an offer to sell or a solicitation of an offer to buy any securities other than the securities to which it relates. In addition, this prospectus is not an offer to sell or the solicitation of an offer to buy those securities in any jurisdiction in which the offer or solicitation is not authorized, or in which the person making the offer or solicitation is not qualified to do so, or to any person to whom it is unlawful to make an offer or solicitation. The delivery of this prospectus and any exchange made under this prospectus do not, under any circumstances, mean that there has not been any change in the affairs of Tyson or its subsidiaries since the date of this prospectus or that information contained in this prospectus is correct as of any time subsequent to its date.

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This prospectus, including information included or incorporated by reference herein contain certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are subject to a number of factors and uncertainties which could cause our actual results and experiences to differ materially from the anticipated results and expectations, expressed in such forward-looking statements. These forward-looking statements are based on estimates, projections, beliefs, and assumptions and are not guarantees of future events and results. Words such as expects, anticipates, intends, plans, believes, seeks, estimates, and should, ar of these words and similar expressions, are intended to identify these forward-looking statements. We wish to caution readers not to place undue reliance on any forward-looking statements, which speak only as of the date made. Tyson disclaims any obligation to update or revise any forward-looking statement based on the occurrence of future events, the receipt of new information, or otherwise.

Actual future events and results may differ materially from those expressed in these forward-looking statements as a result of a number of important factors. Representative examples of these factors include (without limitation):

- the effect of, or changes in, general economic conditions;
- fluctuations in the cost and availability of inputs and raw materials, such as live cattle, live swine, feed grains (including corn and soybean meal) and energy;
- market conditions for finished products, including competition from other global and domestic food processors, supply and pricing of competing products and alternative proteins and demand for alternative proteins;
- successful rationalization of existing facilities and operating efficiencies of the facilities;
- risks associated with our commodity trading risk management activities;
- access to foreign markets together with foreign economic conditions, including currency fluctuations, import/export restrictions and foreign politics;
- outbreak of a livestock disease (such as avian influenza (AI) or bovine spongiform encephalopathy (BSE)), which could have an effect on livestock we own, the availability of livestock we purchase, consumer perception of certain protein products or our ability to access certain domestic and foreign markets;
- changes in availability and relative costs of labor and contract growers and our ability to maintain good relationships with employees, labor unions, contract growers and independent producers providing us livestock;
- issues related to food safety, including costs resulting from product recalls, regulatory compliance and any related claims or litigation;
- changes in consumer preference and diets and our ability to identify and react to consumer trends;

significant marketing plan changes by large customers or loss of one or more large customers;

adverse results from litigation;

risks associated with leverage, including cost increases due to rising interest rates or changes in debt ratings or outlook;

compliance with and changes to regulations and laws (both domestic and foreign), including changes in accounting standards, tax laws, environmental laws and occupational, health and safety laws;

our ability to make effective acquisitions or joint ventures and successfully integrate newly acquired businesses into existing operations;

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- effectiveness of advertising and marketing programs; and

- those factors listed under Item 1A. Risk Factors included in our September 27, 2008, Annual Report filed on Form 10-K.

In addition to these factors, actual future performance, outcomes and results may differ materially because of more general factors, including, without limitation, general industry and market conditions and growth rates, economic conditions, and governmental and public policy changes. See also Where you can find more information on page 92.

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SUMMARY

This summary highlights information contained elsewhere or incorporated by reference in this prospectus and does not contain all the information you should consider before tendering old notes in the exchange offer. You should carefully read the entire prospectus, including the documents incorporated in it by reference. This prospectus and the letter of transmittal that accompanies it collectively constitute the exchange offer.

Our Company

Founded in 1935, we are the world s largest meat protein company and the second-largest food production company in the Fortune 500 with one of the most recognized brand names in the food industry. We produce, distribute and market chicken, beef, pork, prepared foods and related allied products. Our operations are conducted in four segments: Chicken, Beef, Pork and Prepared Foods. Some of the key factors influencing our business are customer demand for our products, the ability to maintain and grow relationships with customers and introduce new and innovative products to the marketplace, accessibility of international markets, market prices for our products, the cost of live cattle and hogs, raw materials and grain, and operating efficiencies of our facilities.

We operate a fully vertically integrated poultry production process. Our integrated operations consist of breeding stock, contract growers, feed production, processing, further-processing, marketing and transportation of chicken and related allied products, including animal and pet food ingredients. Through our wholly-owned subsidiary, Cobb-Vantress, Inc., we are one of the leading poultry breeding stock suppliers in the world. Investing in breeding stock research and development allows us to breed into our flocks the natural characteristics found to be most desirable.

We also process live fed cattle and hogs and fabricate dressed beef and pork carcasses into primal and sub-primal meat cuts, case ready beef and pork and fully-cooked meats. In addition, we derive value from allied products such as hides and variety meats sold to further processors and others.

We produce a wide range of fresh, value-added, frozen and refrigerated food products. Our products are marketed and sold primarily by our sales staff to national and regional grocery retailers, regional grocery wholesalers, meat distributors, warehouse club stores, military commissaries, industrial food processing companies, national and regional chain restaurants or their distributors, international export companies and domestic distributors who serve restaurants, foodservice operations such as plant and school cafeterias, convenience stores, hospitals and other vendors. Additionally, sales to the military and a portion of sales to international markets are made through independent brokers and trading companies.

Our common stock is listed on the New York Stock Exchange under the symbol TSN. Our principal executive offices are located at 2200 Don Tyson Parkway, Springdale, Arkansas 72762-6999, and our telephone number is (479) 290-4000.

Competitive strengths

We believe our competitive strengths will enable us to expand our position as a global leader in the protein sector.

Scale and leading market positions across the chicken, beef and pork industries. We are the largest producer and marketer of chicken, beef and pork and are among the market leaders in sales volume of chicken, beef and pork. Global protein demand is strong, and we believe it will continue to expand consistent with rising standards of living and a growing middle class in highly populated areas around the world. As the world s leading protein provider, we are well-positioned to serve this growing demand.

Diversified business model. Our business model is diversified across three proteins, all major distribution channels, various types of products and geographies of production and distribution. Our diversification can help reduce the impact from volatility in market fundamentals affecting specific segment performance in each protein. We also understand consumer needs and trends and are able to provide them the products they desire, from the most basic protein to fully-prepared meals, whether eaten at home or away from home.

Distribution channel diversification:

Retail The Tyson brand is one of the most recognized brands in the United States retail channel, and our products can be found in major grocery chains, wholesale club stores, convenience stores, drugstore chains and military commissaries. The Company sells many different products in this channel, including case-ready fresh chicken, beef and pork, bacon, canned chicken, individually quick frozen chicken, chicken nuggets, strips and patties, deli meats and rotisserie chicken.

Foodservice We are a leading protein provider to major national chains, including quick service restaurants and casual, mid-scale and fine dining establishments. We also supply broadline distributors and on-site foodservice venues, including hospitals and school cafeterias.

Product diversification. We are a value-added food company with a commodity base; therefore, we manufacture products ranging from commodity boxed beef and pork and bulk-pack chicken to highly customized specialty foods. Tyson supplies pizza crusts as well as pepperoni, sausage and beef toppings to national pizza chains and retail frozen pizza manufacturers. We are also a supplier of soups, sauces and side dishes for the foodservice industry, and we are one of the largest tortilla manufacturers in the United States. In addition to the Tyson brand, we have several other strong brands for our bacon and deli meats businesses including Wright®, Russer® and Corn King®. We also manufacture products for our leading customers in-house, or private label, brands.

Geographical diversification. We export protein to more than 90 countries and have in-country operations in the United States, Mexico, China, Argentina, Brazil and India, among others. During our 2008 fiscal year, international sales accounted for approximately 14% of our total sales.

Culture of product innovation. We have a long history of developing and marketing products that appeal to customers and consumers demand for delicious, healthy and convenient food. This strength derives from proprietary consumer insights we obtain through our state-of-the-art product development facility, Tyson Discovery Center, and is complemented by our own culinary and food manufacturing expertise. Our extensive research and development capabilities enable us to create food products which possess the flavor profiles, nutritional characteristics and ease of preparation attributes that our customers and consumers desire. We have recently introduced a line of value chicken and beef items for our restaurant operators that offer great flexibility and variety to these operators menus.

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Senior executive officers with significant experience in the protein industry. We have one of the most experienced senior management teams in the protein industry. Our senior executive officers experience in the protein industry has spanned disparate product and market cycles and regulatory regimes.

The Tyson strategy

Our primary objectives are to capitalize on current market conditions and build on our competitive strengths to enhance our position as a global leader.

Growth through innovation and insight. Tyson led the move to add value to chicken in the 1970s and 1980s. In the 1970s, cooking was a primary means of moving product up the value chain, in both partially and fully cooked forms. Cooked product was initiated in foodservice, then as appropriate transferred to retail sales. Deboning chicken also became important in the 1970s as we needed boneless product to produce products such as patties and nuggets. The 1980s saw Tyson expanding further into deboned product and moving even further up the value chain in cooked products. We are building on this history through further investment in assets and activities with the goals of helping our customers grow their businesses and increasing our revenue.

In February 2007, we opened the Tyson Discovery Center, a state-of-the-art product development facility that enhances our ability to partner with our foodservice and retail customers. With 19 test kitchens, sensory panel and focus group areas, a packaging lab and a pilot plant USDA certified for chicken, beef and pork, the Discovery Center has greatly improved our speed-to-market as well as customer collaboration. Located at our world headquarters in Springdale, Arkansas, the Discovery Center is often a destination for leaders of major retail and foodservice operations, who see first hand the benefits of our facilities and the value Tyson can bring to their businesses. For example, we partner with various quick service restaurants and other restaurant chains to develop and enhance their menu and product offerings.

International growth through exports and in-country production. Our global distribution network and international infrastructure have enabled us to develop extensive local market knowledge and have helped facilitate new strategic investments. It is our goal to generate a return on invested capital in excess of 20% from our international growth strategies and we believe we will exceed $5,000 million in international revenue in fiscal 2010. In February 2008, we announced the formation of a joint venture with Jiangsu Jinghai Poultry Industry Group to grow and process chicken to serve eastern China. In June 2008, we announced the purchase of a 51% stake in Godrej Foods, Ltd., a leading agribusiness enterprise in India. In July 2008, we signed an agreement to acquire a controlling stake in Shandong Xinchang Group, a Chinese poultry producer. In October 2008, we acquired three vertically integrated poultry companies in southern Brazil. We will continue to evaluate further opportunities for global expansion.

Growth in new markets through renewable products. The primary platform for our renewable products initiative is energy. Through Dynamic Fuels LLC, a 50/50 joint venture with Syntroleum Corporation, we plan to turn inedible fats, greases and oils into synthetic renewable diesel. The cost to construct the facility in which Dynamic Fuels will conduct its operation is estimated to be $138 million, which is being funded by $100 million of Gulf Opportunity Zone tax-exempt bonds issued in October 2008, along with equity contributions made by Tyson and Syntroleum Corporation, all of which have been made. Construction began in October 2008 and will continue through late 2009, with production targeted for early 2010. Operating profits, which are anticipated to begin in fiscal 2010 for Dynamic Fuels, will be driven by market fundamentals such as fuel markets, feedstock markets and government support. When the facility reaches full capacity, the annual operating profits are forecast between $35 and $60 million, half of which would accrue to us based on our 50% joint venture interest in Dynamic Fuels. In other platforms, we have the potential to derive value through the development and manufacturing of pet products, nutraceuticals such as collagen and protein supplements and biotech applications including health and beauty products and super absorbent materials.

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Improved profitability through efficiencies. During fiscal 2006, we implemented programs to improve profitability by reducing costs and streamlining processes throughout our business, with a particular focus on the beef and pork businesses. We estimate these initiatives resulted in cost savings of more than $250 million in fiscal 2007. Based on these and other proactive steps taken by management, we believe our operating margins in our beef and pork businesses are currently among the best in the industry.

During fiscal 2008, we made capital expenditures related to our chicken business of approximately $140 million to improve operating efficiencies in our plants by adding processing flexibility and reducing interplant product movement. We estimate these expenditures resulted in cost savings related to our chicken business of approximately $67 million in fiscal 2008. We anticipate these expenditures, along with yield improvement projects, will result in approximately $250 million in additional cost savings in fiscal 2009.

Hedging activities

Changes in the price of commodities, such as grains and livestock, present market risks for operating results. To address these risks, we engage in certain commodity risk management activities in which we use derivative financial instruments, primarily futures and options, to reduce the effect of changing commodity prices and as a mechanism to procure the underlying commodity. Similar to the capital markets, the commodities markets have been volatile over the past year. Grain and some energy prices reached an all-time high during our fourth quarter of fiscal 2008 before falling sharply. While the reduction in grain and energy prices will benefit us long-term, we recorded losses related to these financial instruments in the first six months of fiscal 2009 of $251 million. The Company has recently implemented a more conservative policy regarding its hedging activities, mostly due to changes in business practices that reduce price volatility risk.

Current debt and guarantee structure of the Company

The following table sets forth certain of our long-term debt and the guarantees of such long-term debt as of March 28, 2009:

TYSON	GUARANTORS
$1.0 billion Credit Facility due 2012	Tyson Fresh Meats, Inc. (TFM) and other domestic operating subsidiaries of Tyson
Senior notes:	
$752 million new Senior Notes due 2014 (which reflects an aggregate principal amount of $810 million less the unamortized issue discount)	TFM and other domestic operating subsidiaries of Tyson
$960 million 6.60% Senior Notes due 2016(1)	TFM
$458 million 3.25% Convertible Senior Notes due 2013	None
$172 million 7% Senior Notes due 2018	None
$27 million 7% Senior Notes due 2028	None
$961 million 8.250% Senior Notes due 2011	None
TFM(2)	**GUARANTORS**
$9 million 7.125% Senior Notes due 2026	Tyson
$234 million 7.95% Senior Notes due 2010	Tyson

(3) Profit Distribution for the First Six Months of Fiscal 2002

As noted in the report of consolidated financial statements dated May 8, 2002, the Company will suspend the interim dividend payment for the first six months of Fiscal 2002 because the Company is unable to satisfy the conditions set forth in the Commercial Code of Japan after the repurchase of its own shares which was required for the share exchanges with DoCoMo Regional Subsidiaries, as approved at the 11th regular annual shareholders meeting.

The Company intends to pay a total annual dividend of 500 yen per share as a year-end dividend.

2. Prospects for the Entire Fiscal Year Ending March 31, 2003

(1) Business Outlook

The Japanese mobile communications market is currently undergoing a major transition to a period of stable growth, with rising penetration rates and rapidly growing demand for data communications services. Against this backdrop, DoCoMo has decided to run its business with a stronger focus on profits instead of revenues. To this end, DoCoMo will expand its business fields by pursuing the three major strategies set forth in its management policies, and reinforce its financial position through measures including company-wide cost reduction while strengthening its existing core businesses.

To reinforce the core businesses and thereby its competitive edge, DoCoMo plans to offer new services and products catering to customer needs, provide diversified billing plans, acquire new subscribers, curb churns, and encourage usage by customers. DoCoMo continues to provide electronic commerce services that will realize cash-free shopping on mobile phones as well as services to remotely control intelligent home appliances in a bid to expand usage of mobile communications. While the voice ARPU from cellular phones is expected to decline further due primarily to the increase of low-usage customers and the change in customers usage behavior, DoCoMo aims to increase i-mode ARPU by further disseminating i-mode service and enhancing its functionality to stimulate usage in order to maintain aggregate ARPU at a high level. The aggregate ARPU as at March 31, 2003, is estimated to be 7,980 yen, down 5.9% year-on-year, of which voice ARPU accounts for 6,290 yen (down 9.4% year-on-year), and i-mode ARPU 1,690 yen (up 9.7% year-on-year).

In view of the slow uptake of FOMA service, which is considered largely due to the limitations in coverage area, battery hours and handset availability, DoCoMo revised the handset sales target downwards to 320,000 subscribers as at March 31, 2003, and will undertake the following measures to achieve the target. The group plans to expand FOMA coverage to 90% of the populated areas in Japan by March 31, 2003, and introduce indoor base stations, while continuously improving the communication quality. New handsets that are smaller, lighter and have longer standby battery hours are planned for release. New services that take advantage of features unique to FOMA, such as the visual mail service and enriched M-stage service are also expected for launch. In addition, the Group plans to reinforce solution-marketing activities targeted at corporate customers to facilitate the use of FOMA services among this segment.

To accelerate the deployment of mobile multimedia overseas, i-mode service is planned for launch in France, following Germany, the Netherlands, Taiwan and Belgium. To facilitate the introduction of IMT-2000 systems at an early date, the Company plans to transfer its technology and know-how acquired through the deployment of FOMA service in Japan to its overseas investee partners. Going forward, the Company intends to continue exploring investment opportunities primarily in the Asian region, and also flexibly look into other options including alliances that do not involve equity participations depending on the circumstances.

With regard to PHS, Quickcast, satellite mobile communications, and other services, DoCoMo will continue its efforts to reduce costs and improve its financial performance to achieve efficient operations. In the event that the user base of services including cellular phone services suffers a significant drop, DoCoMo intends to carry out a review of such service and may suspend the acceptance of new subscribers and decrease the variety of billing plans.

Furthermore, in an effort to increase the enterprise value of the group as a whole, DoCoMo will reinforce the group management with the Regional Subsidiaries and promote an efficient group management by transferring some operations to subsidiaries while preserving the strategic unity of the group.

As a result of the foregoing, the number of subscribers for DoCoMo s main services and the business results for the entire fiscal year ending March 31, 2003 are forecast as below.

Subscriber Forecast for Main Services as at March 31, 2003

	As at March 31, 2003	Changes from March 31, 2002 (%)
	(thousand subscribers)	
Cellular service	43,300	6.4
FOMA service	320	257.8
i-mode service*	36,700	14.1
PHS service	1,690	(12.1)
Quickcast service	590	(28.6)

* Figures for i-mode include FOMA i-mode subscribers (290 thousand subscribers).

Results Forecast for the Year Ending March 31, 2003

	Fiscal 2002	Changes from Fiscal 2001 (%)
	(billions of yen, %)	
Operating revenues	4,676.0	0.4
Operating income	1,012.0	1.1
Income before income taxes	998.0	4.4
Net income	182.0	
EBITDA	1,777.0	5.7
EBITDA margin	38.0%	Up 1.9 points

(2) Profit Distribution Outlook for Fiscal 2002

The Company intends to pay a total annual dividend of 500 yen per share as a year-end dividend.

Special Note Regarding Forward-Looking Statements

These consolidated financial statements contain forward-looking statements such as forecasts of results of operation, policies, management strategies, objectives, plans, recognition and evaluation of facts, expected number of subscribers or financial results, and prospects of dividend payment. All forward-looking statements that are not historical facts are based on management s current expectations, assumptions, estimates, projections, plans, recognition and evaluations based on the information currently available. The projected numbers in this report were derived using certain assumptions that are indispensable for making projections in addition to historical facts that have been acknowledged accurately. These forward-looking statements are subject to various risks and uncertainties. Known and unknown risks, uncertainties and other factors could cause the actual results to differ materially from those contained in or suggested by any forward-looking statement. DoCoMo cannot promise that its assumptions, expectations, projection, anticipated estimates or other information expressed in these forward-looking statements will turn out to be correct. Potential risks and uncertainties include, without limitation:

DoCoMo s ability to continue to attract and retain subscribers to its services;

The monthly minutes of use (MOU) per user and the monthly average revenue per user (ARPU) are maintained within levels projected by DoCoMo;

DoCoMo s ability to add capacity to its existing wireless networks;

DoCoMo s ability to expand its third-generation (3G) wireless services (FOMA) as planned, and acquire and retain subscribers to it;

DoCoMo s ability to successfully expand internationally through international alliances and investment outside of Japan;

Regulatory developments and changes, in particular in the areas of telecommunications and radio wave transmission, and DoCoMo s ability to respond to and adapt to those changes;

DoCoMo s ability to continue to win acceptance of its services and products, which are offered in highly competitive markets characterized by continuous introduction of new services and products, rapid developments in technology and subjective and changing consumer preferences;

Volatility and changes in the economic conditions and securities market in Japan and other countries, and DoCoMo s ability to respond to and adapt to those changes; and

DoCoMo s ability to maintain the current state of affairs between communication carriers with regard to DoCoMo s right to set tariffs and forms of interconnection.

4. CONSOLIDATED FINANCIAL STATEMENTS:

(1) CONSOLIDATED BALANCE SHEETS (UNAUDITED)

	September 30, 2002		September 30, 2001		March 31, 2002	
	Amount	%	Amount	%	Amount	%
			(Millions of yen)			
ASSETS						
Current assets:						
Cash and cash equivalents	**437,488**		110,582		301,048	
Accounts receivable, net	**526,782**		803,531		844,816	
Inventories	**121,720**		163,113		96,000	
Deferred tax assets	**73,473**		38,070		44,056	
Prepaid expenses and other current assets	**93,764**		122,387		98,985	
Total current assets	**1,253,227**	**22.1**	1,237,683	20.4	1,384,905	22.8
Property, plant and equipment:						
Wireless telecommunications equipment	**3,595,916**		3,074,024		3,361,066	
Buildings and structures	**489,362**		399,426		439,171	
Tools, furniture and fixtures	**551,019**		471,627		529,532	
Land	**183,600**		166,520		173,867	
Construction in progress	**209,910**		312,266		195,389	
Accumulated depreciation	**(2,323,759)**		(1,891,374)		(2,080,033)	
Total property, plant and equipment, net	**2,706,048**	**47.6**	2,532,489	41.7	2,618,992	43.2
Non-current investments and other assets:						
Investments in affiliates	**404,123**		1,575,816		997,331	
Marketable securities and other investments	**12,364**		24,066		17,758	
Intangible assets, net	**440,453**		384,022		434,690	
Other assets	**139,792**		135,480		135,411	
Deferred tax assets	**726,812**		179,408		478,138	
Total non-current investments and other assets	**1,723,544**	**30.3**	2,298,792	37.9	2,063,328	34.0
TOTAL ASSETS	**5,682,819**	**100.0**	6,068,964	100.0	6,067,225	100.0

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	September 30, 2002		September 30, 2001		March 31, 2002	
	Amount	%	Amount	%	Amount	%
			(Millions of yen)			
LIABILITIES AND SHAREHOLDERS EQUITY						
Current liabilities:						
Current portion of long-term debt	**173,587**		184,544		212,934	
Short-term borrowings	**60,150**		227,060		81,050	
Accounts payable, trade	**431,710**		556,607		557,851	
Accrued payroll	**23,170**		36,752		42,728	
Accrued interest	**3,586**		3,418		3,226	
Accrued taxes on income	**271,005**		248,713		293,410	
Other current liabilities	**102,739**		71,507		86,693	
Total current liabilities	**1,065,947**	**18.7**	1,328,601	21.9	1,277,892	21.0
Long-term liabilities:						
Long-term debt	**1,224,462**		1,014,050		1,135,348	
Employee benefits	**112,849**		94,730		105,728	
Other long-term liabilities	**151,926**		134,633		152,749	
Total long-term liabilities	**1,489,237**	**26.2**	1,243,413	20.5	1,393,825	23.0
TOTAL LIABILITIES	**2,555,184**	**44.9**	2,572,014	42.4	2,671,717	44.0
Minority interests in consolidated subsidiaries	**117,650**	**2.1**	91,927	1.5	103,625	1.7
Shareholders equity:						
Common stock	**949,680**		949,680		949,680	
Additional paid-in capital	**1,262,672**		1,262,672		1,262,672	
Retained earnings	**951,037**		1,167,315		956,899	
Accumulated other comprehensive income	**81,058**		25,356		122,632	
Treasury stock	**(234,462)**					
TOTAL SHAREHOLDERS EQUITY	**3,009,985**	**53.0**	3,405,023	56.1	3,291,883	54.3
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	**5,682,819**	**100.0**	6,068,964	100.0	6,067,225	100.0

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(2) CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

(UNAUDITED)

	Six months ended September 30, 2002		Six months ended September 30, 2001		Year ended March 31, 2002	
	Amount	%	Amount	%	Amount	%
			(Millions of yen)			
Operating revenues:						
Wireless services	**2,142,183**		2,060,670		4,153,459	
Equipment sales	**242,081**		278,075		505,795	
Total operating revenues	**2,384,264**	**100.0**	2,338,745	100.0	4,659,254	100.0
Operating expenses:						
Personnel expenses	**120,032**		114,479		231,237	
Non-personnel expenses	**1,067,434**		1,146,843		2,300,207	
Depreciation, amortization and loss on sale or disposal of property, plant and equipment	**342,510**		305,224		690,994	
Other, net	**214,305**		227,590		435,929	
Total operating expenses	**1,744,281**	**73.2**	1,794,136	76.7	3,658,367	78.5
Operating income	**639,983**	**26.8**	544,609	23.3	1,000,887	21.5
Other expense (income):						
Interest expense	**8,837**		8,221		17,229	
Interest income	**(57)**		(82)		(154)	
Other, net	**3,236**		23,146		27,421	
Total other expense (income)	**12,016**	**0.5**	31,285	1.3	44,496	1.0
Income before income taxes	**627,967**	**26.3**	513,324	22.0	956,391	20.5
Income taxes:						
Current	**271,068**		248,281		453,914	
Deferred	**(6,719)**		(23,399)		(54,271)	
Total income taxes	**264,349**	**11.1**	224,882	9.7	399,643	8.6
Equity in net losses of affiliates	**(309,559)**	**(12.9)**	(184,962)	(7.9)	(643,962)	(13.8)
Minority interests in earnings of consolidated subsidiaries	**(14,169)**	**(0.6)**	(14,273)	(0.6)	(28,977)	(0.6)
Income (loss) before cumulative effect of accounting change	**39,890**	**1.7**	89,207	3.8	(116,191)	(2.5)
Cumulative effect of accounting change	**(35,716)**	**(1.5)**				
Net income (loss)	**4,174**	**0.2**	89,207	3.8	(116,191)	(2.5)
Other comprehensive income (loss):						
Unrealized loss on available-for-sale securities	**(1,323)**		(2,411)		(2,136)	
Net revaluation of financial instruments	**67**				(90)	
Foreign currency translation adjustments	**(40,579)**		3,711		105,147	
Minimum pension liability adjustment	**261**		947		(3,398)	
Comprehensive income (loss)	**(37,400)**	**(1.6)**	91,454	3.9	(16,668)	(0.4)

(Note) The denominator used to calculate the percentage figures is the amount of total operating revenues.

EARNINGS PER SHARE DATA	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Yen)	
Weighted average common shares outstanding Basic and diluted (shares)	**49,882,337**	50,180,000	50,180,000
Basic and diluted income (loss) before cumulative effect of accounting change	**799.68**	1,777.74	(2,315.48)
Basic and diluted cumulative effect of accounting change	**(716.00)**		
Basic and diluted earnings (loss) per share	**83.68**	1,777.74	(2,315.48)

(3) CONSOLIDATED STATEMENTS OF SHAREHOLDERS EQUITY (UNAUDITED)

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
	Amount	Amount	Amount
		(Millions of yen)	
Common stock:			
At the beginning of the year	**949,680**	949,680	949,680
At the end of the period	**949,680**	949,680	949,680
Additional paid-in capital:			
At the beginning of the year	**1,262,672**	1,262,672	1,262,672
At the end of the period	**1,262,672**	1,262,672	1,262,672
Retained earnings:			
At the beginning of the year	**956,899**	1,083,126	1,083,126
Cash dividends	**(10,036)**	(5,018)	(10,036)
Net income (loss)	**4,174**	89,207	(116,191)
At the end of the period	**951,037**	1,167,315	956,899
Accumulated other comprehensive income:			
At the beginning of the year	**122,632**	23,109	23,109
Unrealized losses on available-for-sale securities	**(1,323)**	(2,411)	(2,136)
Net revaluation of financial instruments	**67**		(90)
Foreign currency translation adjustment	**(40,579)**	3,711	105,147
Minimum pension liability adjustment	**261**	947	(3,398)
At the end of the period	**81,058**	25,356	122,632
Treasury stock:			
At the beginning of the year			
Acquisition of treasury stock	**(234,462)**		
At the end of the period	**(234,462)**		
TOTAL SHAREHOLDERS EQUITY	**3,009,985**	3,405,023	3,291,883

(4) CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Millions of yen)	
I. Cash flows from operating activities:			
1. Net Income (loss)	**4,174**	89,207	(116,191)
2. Adjustments to reconcile net income (loss) to net cash provided by operating activities			
(1) Depreciation and amortization	**336,570**	291,646	640,505
(2) Deferred taxes	**(224,173)**	(149,710)	(524,549)
(3) Loss on sale or disposal of property, plant and equipment	**4,726**	14,245	39,204
(4) Equity in net losses of affiliates (including write-downs of ¥525,221 million, ¥320,481 million and ¥1,077,879 million in investments in affiliates in the period ended September 30, 2002 and 2001 and the year ended March 31, 2002, respectively)	**527,013**	311,273	1,114,240
(5) Minority interest in earnings of consolidated subsidiaries	**14,169**	14,273	28,977
(6) Cumulative effect of accounting change	**35,716**		
(7) Changes in current assets and liabilities:			
Decrease in accounts receivable, trade	**319,082**	81,236	42,336
(Decrease) increase in allowance for doubtful accounts	**(1,048)**	511	(1,874)
(Increase) decrease in inventories	**(25,720)**	(55,717)	11,404
Decrease in accounts payable, trade	**(134,435)**	(71,550)	(99,689)
Increase (decrease) in other current liabilities	**16,046**	(24,792)	8,483
(Decrease) increase in accrued taxes on income	**(22,404)**	44,897	89,594
Increase in liability for employee benefits, net of deferred pension costs	**7,121**	3,619	18,933
Other	**(10,681)**	57,399	89,715
Net cash provided by operating activities	**846,156**	606,537	1,341,088
II. Cash flows from investing activities:			
1. Purchases of property, plant and equipment	**(412,423)**	(482,119)	(863,184)
2. Purchases of intangible and other assets	**(76,969)**	(93,070)	(199,517)
3. Purchases of investments	**(2,682)**	(14,194)	(68,189)
4. Other	**2,231**	2,096	5,797
Net cash used in investing activities	**(489,843)**	(587,287)	(1,125,093)
III. Cash flows from financing activities:			
1. Issuance of long-term debt	**140,705**	151,721	395,238
2. Repayment of long-term debt	**(91,232)**	(82,373)	(177,686)
3. Payments to acquire treasury stock	**(234,462)**		
4. Principal payments under capital lease obligation	**(3,789)**	(4,110)	(8,418)
5. Dividends paid	**(10,036)**	(5,018)	(10,036)
6. Proceeds from short-term borrowings	**214,712**	572,410	957,619
7. Repayment of short-term borrowings	**(235,612)**	(659,550)	(1,190,769)
8. Other	**(153)**	(172)	680
Net cash used in financing activities	**(219,867)**	(27,092)	(33,372)
IV. Effect of exchange rate changes on cash and cash equivalents	**(6)**	(1)	
V. Net increase (decrease) in cash and cash equivalents	**136,440**	(7,843)	182,623
VI. Cash and cash equivalents at beginning of period	**301,048**	118,425	118,425
VII. Cash and cash equivalents at end of period	**437,488**	110,582	301,048
Supplemental disclosures of cash flow information			
Cash paid during the period for:			
Interest	**10,030**	9,633	20,165
Income taxes	**293,472**	203,384	364,321
Non-cash financing activities			
Assets acquired through capital lease obligations	**3,747**	2,778	5,376

Basis of Presentation:

The accompanying interim consolidated financial information of NTT DoCoMo, Inc. (the Company) and its subsidiaries (collectively DoCoMo) has been prepared in accordance with accounting principles generally accepted in the United States.

(1) Adoption of new accounting principle:

Accounting for commissions paid to agents

Effective April 1, 2002, DoCoMo adopted Emerging Issues Task Force (EITF) 01-09, Accounting for Consideration Given by a Vendor to a Customer or a Reseller of the Vendor s Products . The adoption results in the reclassification of certain amounts previously included in non-personnel expenses as a reduction of equipment sales. Consequently, both net equipment sales and non-personnel expenses decreased by ¥267,900 million for the six months ended September 30, 2001, and ¥507,900 million for the year ended March 31, 2002. EITF01-09 also requires that reduction of revenue and corresponding expenses be recognized at the time of sales, in lieu of the date of payment, which resulted in reduction of net equipment sales and non-personnel expenses by ¥255,000 million and ¥245,000 million, respectively, for the six months ended September 30, 2002. These effects resulted in an adjustment as of April 1, 2002 for the cumulative effect of accounting change in DoCoMo s statement of operations and comprehensive income (loss) by ¥35,700 million (net of taxes).

(2) Significant accounting policies:

Inventories

Inventories are stated at the lower of cost or market. The cost of equipment sold is determined by the first-in, first-out method.

Property, plant and equipment

Property, plant and equipment is stated at cost and includes capitalized interest expense incurred during construction periods. Depreciation is computed by the declining-balance method at rates based on the estimated useful lives of the respective assets with the exception of buildings that are depreciated on a straight-line basis.

Investments in affiliates

The equity method of accounting is applied for investments in affiliates where DoCoMo either owns an aggregate interest of 20% to 50% or is able to exercise significant influence over the affiliate.

DoCoMo evaluates its investments in affiliates for impairment due to declines in value considered to be other than temporary. In the event of a determination that a decline in value is other than temporary, a charge to earnings is recorded for the loss, and a new cost basis in the investment is established.

Marketable securities

Marketable securities consist of investments in debt and equity securities which DoCoMo accounts for in accordance with Statement of Financial Accounting Standards (SFAS) No. 115, Accounting for Certain Investments in Debt and Equity Securities.

Goodwill and other intangible assets

DoCoMo accounts for goodwill and other intangible assets in accordance with SFAS No. 142, Goodwill and Other Intangible Assets .

Impairment of long-lived assets

In accordance with SFAS No. 144, DoCoMo s long-lived assets other than goodwill, including property, plant and equipment, software and other intangibles, are reviewed for impairment, and if the asset is determined to be impaired, amount of loss is recognized in earnings.

Derivative financial instruments

DoCoMo accounts for derivative instruments in accordance with SFAS No. 133, Accounting for Derivatives and Hedging Activities , as amended by SFAS No. 138. All derivative instruments are recorded on the balance sheet at fair value, with the change in the fair value recognized either in other comprehensive income or in net income depending on whether the derivative instrument qualifies as a hedge for accounting purposes, and if so, the nature of hedging activity.

Employee benefit plans

Pension benefits earned during the period, as well as interest on projected benefit obligations, are accrued currently. Prior service costs and credits resulting from changes in plan benefits are amortized over the average remaining service period of the employees expected to receive benefits.

Revenue recognition

Base monthly service and airtime are recognized as revenues as service is provided to the subscribers. Equipment sales are recognized as revenue upon delivery of the equipment to the customer (agent resellers).

Upfront activation fees are being deferred and recognized as revenue over the expected term of customer relationship of each service. The related direct costs are also being deferred only to the extent of the related upfront fee amount and are being amortized over the same periods.

Income taxes

Income taxes are provided based on the asset and liability method of income tax accounting. Deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and the amount reported in the balance sheet.

(Other footnotes to consolidated financial statements)

1. Equity in net losses of affiliates

For the six months ended September 30, 2002, Equity in net losses of affiliates includes the recognition of impairment charges related to the investments in the following affiliates:

AT&T Wireless Services, Inc.	¥ 167,584 million
KPN Mobile N.V.	¥ 67,949 million
Hutchison 3G UK Holdings Limited	¥ 72,233 million

2. Share repurchase

The Company acquired some of its shares during the six months ended September 30, 2002 in order to perform the share exchanges described below in the subsequent events.

(1) Class of shares repurchased:	Shares of Common Stock of the Company
(2) Aggregate number of shares repurchased:	870,000 shares (1.73% of outstanding shares)
(3) Aggregate amount of repurchase price:	¥234,462 million
(4) Method of repurchase:	Repurchase in the market

3. Subsequent events

The Company completed the share exchanges and made the regional subsidiaries wholly-owned on November 1, 2002. As a result, treasury stock of ¥234,462 million in the accompanying consolidated balance sheet as of September 30, 2002 was decreased by ¥231,885 million.

SEGMENT INFORMATION

1. Business segment information

	Six months ended September 30, 2002	%	Six months ended September 30, 2001	%	Year ended March 31, 2002	%
			(Millions of yen)			
Operating Revenues						
Mobile phone business	2,325,758	97.6	2,536,913	97.1	5,022,108	97.1
PHS business	43,585	1.8	58,274	2.2	114,512	2.2
Quickcast business	4,271	0.2	5,971	0.2	10,976	0.2
Miscellaneous business	10,650	0.4	11,804	0.5	23,949	0.5
Consolidated operating revenues	2,384,264	100.0	2,612,963	100.0	5,171,546	100.0
Operating income (loss)						
Mobile phone business	656,145		581,103		1,067,585	
PHS business	(15,640)		(27,680)		(58,710)	
Quickcast business	(971)		(3,528)		(6,393)	
Miscellaneous business	449		513		370	
Consolidated operating income	639,983		550,407		1,002,852	

Notes:

1. Segment information for the six months ended September 30, 2002 is prepared in accordance with U.S. GAAP. Segment information for the six months ended September 30, 2001, and for the year ended March 31, 2002 are prepared in accordance with Japanese GAAP.
2. The Company segments its businesses internally as follows:

a. Mobile phone business	Cellular service, FOMA service, packet communications service, satellite mobile communications service, in-flight telephone service and equipment sales for each service
b. PHS business	PHS service and PHS equipment sales
c. Quickcast business	Quickcast service and Quickcast equipment sales (formerly paging service and paging equipment sales)
d. Miscellaneous business	International dialing service and other miscellaneous businesses

Non-consolidated Semi-annual Financial Statements

November 7, 2002

For the Six Months Ended September 30, 2002

[Japanese GAAP]

Name of registrant:	**NTT DoCoMo, Inc.**
Code No.:	9437
Stock exchange on which the Company s shares are listed:	Tokyo Stock Exchange-First Section
Address of principal executive office:	Tokyo, Japan
(URL http://www.nttdocomo.co.jp/)	
Representative:	Keiji Tachikawa, Representative Director, President and Chief Executive Officer
Contact:	Ken Takeuchi, Senior Manager, General Affairs Department / TEL (03) 5156-1111
Date of the meeting of the Board of Directors for approval of non-consolidated semi-annual financial statements:	November 7, 2002
Interim dividends plan:	Yes
Adoption of the Unit Share System:	No

1. Non-consolidated Financial Results for the Six Months Ended September 30, 2002 (April 1, 2002-September 30, 2002)

(1) Non-consolidated Results of Operations

Amounts are truncated to the nearest 100 million yen throughout this report.

	Operating Revenues		Operating Income		Recurring Profit	
	(Millions of yen, except per share amounts)					
Six months ended September 30, 2002	1,206,683	2.2%	288,367	12.5%	281,780	11.6%
Six months ended September 30, 2001	1,180,339	15.9%	256,274	42.3%	252,468	44.5%
Year ended March 31, 2002	2,355,760		420,159		406,471	

	Net Income (Loss)	Earnings (Loss) per Share
Six months ended September 30, 2002	(168,351)	(3,374.97) (yen)
Six months ended September 30, 2001	(27,805)	(554.12) (yen)
Year ended March 31, 2002	(310,720)	(6,192.11) (yen)

Notes: 1. Earnings (loss) per share information is adjusted to reflect a five-for-one stock split that took effect on May 15, 2002. Treasury shares are not included in the calculation of the weighted average number of shares outstanding.

Weighted average number of shares outstanding:	For the six months ended September 30, 2002:	49,882,337 shares
	For the six months ended September 30, 2001:	50,180,000 shares
	For the fiscal year ended March 31, 2002:	50,180,000 shares

2. Change in accounting policy: None

3. Percentages above represent changes compared to corresponding previous semi-annual period.

(2) Dividends

	Interim Dividends per Share	Yearly Dividends per Share
Six months ended September 30, 2002	0.00 (yen)	
Six months ended September 30, 2001	500.00 (yen)	
Year ended March 31, 2002		1,500.00 (yen)

Notes: As announced on May 8, 2002 in NTT DoCoMo, Inc. s earnings release for the year ended March 31, 2002, NTT DoCoMo, Inc. will suspend the payment of interim dividends for the fiscal year ending March 31, 2003, because NTT DoCoMo, Inc. is not able to satisfy the conditions for the payment of interim dividends set forth in the Commercial Code of Japan after the repurchase of its own shares which was required for the share exchanges with DoCoMo Regional Subsidiaries, as approved at the 11th regular annual shareholders meeting.

(3) Non-consolidated Financial Position

	Total Assets	Shareholders Equity	Equity Ratio (Ratio of Shareholders Equity to Total Assets)	Shareholders Equity Per Share
	(Millions of yen, except per share amounts)			
September 30, 2002	3,970,450	1,991,606	50.2%	40,389.50 (yen)
September 30, 2001	4,393,451	2,693,143	61.3%	53,669.65 (yen)
March 31, 2002	4,252,097	2,405,426	56.6%	47,935.97 (yen)

Notes: 1. Shareholders equity per share information is adjusted to reflect a five-for-one stock split that took effect on May 15, 2002. Treasury shares are not included in the number of shares outstanding at the end of the period.

Number of shares outstanding at end of period:	September 30, 2002:	49,310,000 shares
	September 30, 2001:	50,180,000 shares
	March 31, 2002:	50,180,000 shares
2. Number of treasury shares:	September 30, 2002:	870,000 shares
	September 30, 2001:	
	March 31, 2002:	

2. Non-consolidated Financial Results Forecasts for the Fiscal Year Ending March 31, 2003 (April 1, 2002-March 31, 2003)

	Operating Revenues	Recurring Profit	Net Income	Total Dividends per Share: Year-End Dividends per Share	
	(Millions of yen, except per share amounts)				
Year ending March 31, 2003	2,426,000	640,000	125,000	500.00	500.00

(Reference) Expected Earnings per Share (Fiscal year ending March 31, 2003): 2,502.47 yen

Notes: 1. With regard to the assumptions and other related matters concerning the above estimated results, please refer to page 12 in the Consolidated Semi-annual Financial Statements.
2. Non-consolidated semi-annual financial statements as of and for the six months ended September 30, 2002 were unaudited.

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1. NON-CONSOLIDATED FINANCIAL STATEMENTS:

(1) NON-CONSOLIDATED BALANCE SHEETS (UNAUDITED)

	September 30, 2002		September 30, 2001		March 31, 2002	
	Amount	%	Amount (Millions of yen)	%	Amount	%
ASSETS						
Fixed assets						
Fixed assets for telecommunication businesses						
Property, plant and equipment	**1,231,075**		1,159,988		1,201,569	
Machinery and equipment	**476,446**		480,336		506,864	
Antenna facilities	**137,143**		128,686		138,151	
Satellite mobile communications facilities	**18,502**		5,234		4,567	
Terminal equipment	**147**		2,709		2,453	
Buildings	**192,241**		148,959		169,214	
Tools, furniture and fixtures	**159,388**		146,161		167,325	
Land	**100,642**		93,139		93,268	
Construction in progress	**114,930**		127,016		87,496	
Other fixed assets	**31,633**		27,745		32,228	
Intangible fixed assets	**386,713**		335,067		381,672	
Computer software	**364,518**		297,982		331,659	
Other intangible fixed assets	**22,194**		37,084		50,012	
Total fixed assets for telecommunication businesses	**1,617,788**		1,495,056		1,583,241	
Investments and other assets						
Investments in affiliated companies	**659,887**		1,825,242		1,231,029	
Deferred tax assets	**698,138**		177,062		458,301	
Other investments	**59,905**		42,339		60,203	
Allowance for doubtful accounts	**(389)**		(311)		(372)	
Total investments and other assets	**1,417,542**		2,044,333		1,749,160	
Total fixed assets	**3,035,330**	**76.4**	3,539,389	80.6	3,332,401	78.4
Current assets						
Cash and bank deposits	**306,572**		50,655		220,025	
Accounts receivable, trade	**359,939**		471,774		491,107	
Accounts receivable, other	**185,876**		217,010		141,061	
Supplies	**53,852**		69,349		51,653	
Deferred tax assets	**14,810**		13,779		15,425	
Other current assets	**21,573**		39,971		7,695	
Allowance for doubtful accounts	**(7,503)**		(8,479)		(7,273)	
Total current assets	**935,120**	**23.6**	854,061	19.4	919,695	21.6
TOTAL ASSETS	**3,970,450**	**100.0**	4,393,451	100.0	4,252,097	100.0

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	September 30, 2002		September 30, 2001		March 31, 2002	
	Amount	%	Amount	%	Amount	%
			(Millions of yen)			
LIABILITIES						
Long-term liabilities						
Bonds	**708,000**		424,000		608,000	
Long-term borrowings	**444,396**		427,962		418,705	
Liability for employees severance payments	**60,348**		50,335		58,069	
Reserve for point loyalty programs	**31,284**		24,417		31,913	
Other long-term liabilities	**372**		495		372	
Total long-term liabilities	**1,244,401**	**31.3**	927,210	21.1	1,117,061	26.3
Current liabilities						
Current portion of long-term debt	**85,565**		84,812		118,712	
Accounts payable, trade	**183,604**		288,015		207,536	
Accounts payable, other	**175,909**		178,511		242,898	
Accrued income taxes	**115,738**		113,028		123,522	
Deposits received	**164,537**		25,568		28,618	
Other current liabilities	**9,087**		83,162		8,320	
Total current liabilities	**734,443**	**18.5**	773,097	17.6	729,608	17.1
TOTAL LIABILITIES	**1,978,844**	**49.8**	1,700,307	38.7	1,846,670	43.4
SHAREHOLDERS EQUITY						
Common stock			949,679	21.6	949,679	22.4
Additional paid-in capital			1,292,385	29.4	1,292,385	30.4
Legal reserve			4,099	0.1	4,099	0.1
Retained earnings						
Voluntary reserve			463,000		463,000	
Unappropriated deficit			16,653		304,585	
Total retained earnings			446,346	10.2	158,414	3.7
Common stock	**949,679**	**23.9**				
Capital surplus						
Additional paid-in capital	**292,385**					
Other capital surplus	**1,000,000**					
Total capital surplus	**1,292,385**	**32.6**				
Earned surplus						
Legal reserve	**4,099**					
Voluntary reserve						
Other reserve	**123,000**					
Unappropriated deficit	**142,972**					
Total earned surplus	**(15,872)**	**(0.4)**				
Net unrealized gains (losses) on securities	**(123)**	**(0.0)**	632	0.0	848	0.0
Treasury stock	**(234,461)**	**(5.9)**				
TOTAL SHAREHOLDERS EQUITY	**1,991,606**	**50.2**	2,693,143	61.3	2,405,426	56.6
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	**3,970,450**	**100.0**	4,393,451	100.0	4,252,097	100.0

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(2) NON-CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	Six months ended September 30, 2002		Six months ended September 30, 2001		Year ended March 31, 2002	
	Amount	%	Amount	%	Amount	%
			(Millions of yen)			
Recurring profits and losses						
Operating revenues and expenses						
Telecommunication businesses						
Operating revenues	**1,000,450**	**82.9**	957,814	81.1	1,925,866	81.8
Operating expenses	**718,594**	**59.5**	708,076	59.9	1,516,957	64.4
Operating income from telecommunication businesses	**281,855**	**23.4**	249,737	21.2	408,908	17.4
Supplementary businesses						
Operating revenues	**206,232**	**17.1**	222,525	18.9	429,894	18.2
Operating expenses	**199,720**	**16.6**	215,988	18.3	418,643	17.8
Operating income from supplementary businesses	**6,512**	**0.5**	6,536	0.6	11,250	0.4
Total operating income	**288,367**	**23.9**	256,274	21.8	420,159	17.8
Non-operating revenues and expenses						
Non-operating revenues	**3,522**	**0.3**	3,957	0.3	6,923	0.3
Non-operating expenses	**10,109**	**0.8**	7,762	0.7	20,611	0.8
Recurring profit	**281,780**	**23.4**	252,468	21.4	406,471	17.3
Special profits and losses						
Special losses	**572,850**	**47.5**	300,883	25.5	947,441	40.2
Write-down of investments in affiliated companies	**572,850**		300,883		947,441	
Loss before income taxes	**291,069**	**(24.1)**	48,414	(4.1)	540,969	(22.9)
Income taxes current	**115,800**	**9.6**	113,200	9.6	186,600	7.9
Income taxes deferred	**(238,518)**	**(19.7)**	(133,808)	(11.3)	(416,849)	(17.6)
Net loss	**168,351**	**(14.0)**	27,805	(2.4)	310,720	(13.2)
Retained earnings brought forward	**25,378**		11,152		11,152	
Interim dividends					5,018	
Unappropriated deficit	**142,972**		16,653		304,585	

Note The denominator used to calculate the percentage figures is the aggregate amount of operating revenues from telecommunication businesses and supplementary businesses.

Accounting Basis for the Non-Consolidated Financial Statements

Basis of Presentation:

The accompanying interim non-consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in Japan.

1. Depreciation of fixed assets

(1) Property, plant and equipment

Depreciation of property, plant and equipment is computed by the declining balance method with the exception of buildings, which are depreciated on a straight-line basis.

(2) Intangible fixed assets

Intangible fixed assets are amortized on a straight-line basis.

Computer software for internal use is amortized over the estimated useful life on a straight-line basis.

2. Valuation of certain assets

(1) Securities

Investments in subsidiaries and affiliates are stated at cost, which is determined by the moving average method. Available-for-sale securities whose fair value is readily determinable are stated at fair value as of the end of the semi-annual period with unrealized gains and losses, net of applicable deferred tax assets/liabilities, not reflected in earnings, but directly reported as a separate component of shareholders equity. The cost of securities sold is determined by the moving-average method. Available-for-sale securities whose fair value is not readily determinable are stated primarily at moving-average cost except for debt securities, which are stated at amortized cost.

(2) Inventories

Inventories are stated at cost. The cost of telecommunications equipment to be sold is determined by the first-in, first-out method. The cost of other inventories is determined by the specific identification method.

3. Allowance for doubtful accounts, liability for employees severance payments, and reserve for point loyalty programs

(1) Allowance for doubtful accounts

The Company provides for doubtful accounts principally in an amount computed based on the historical bad debt ratio during a certain reference period plus the estimated uncollectable amount based on the analysis of certain individual accounts, including claims in bankruptcy.

(2) Liability for employees severance payments

In order to provide for the employees retirement benefits, the Company accrues the liability as of the end of the semi-annual period in an amount calculated based on the estimated projected benefit obligation and plan assets at the end of the fiscal year.

Prior service cost is amortized on a straight-line basis over the average remaining service periods of employees at the time of recognition.

(3) Reserve for point loyalty programs

The costs of awards under the point loyalty programs called DoCoMo Point Service and Club DoCoMo that are reasonably estimated to be redeemed by its customers in the future based on historical data are accounted for as reserve for point loyalty programs.

4. Foreign currency translation

Foreign currency monetary assets and liabilities are translated into Japanese yen at the current spot rate at the end of the semi-annual period and the resulting translation gains or losses are included in net income.

5. Leases

Finance leases other than those deemed to transfer ownership of properties to lessees are not capitalized and are accounted for in a similar manner as operating leases.

6. Hedge accounting

a. Hedge accounting

Japanese GAAP provides for two general accounting methods for hedging financial instruments. One method is to recognize the changes in fair value of a hedging instrument in earnings in the period of the change as gain or loss together with the offsetting loss or gain on the hedged item attributable to the risk being hedged. The other method is to defer the gain or loss over the period of the hedging contract together with offsetting loss or gain deferral of the hedged items. The Company has adopted the latter accounting method.

However, when a forward foreign exchange contract meets certain conditions, it is accounted for in the following manner:

(i) The difference between the Japanese yen amounts of the forward exchange contract translated using the spot rate at the transaction date of the hedged item and the spot rate at the date of inception of the contract, if any, is recognized in the income statement in the period which includes the inception date of the contract; and

(ii) The discount or premium on the contract (that is, the difference between the Japanese yen amounts of the contract translated using the contracted forward rate and the spot rate at the date of inception of the contract) is recognized over the term of the contract.

In addition, when an interest rate swap contract meets certain conditions, the net amount to be paid or received under the contract is added to or deducted from the interest on the hedged items.

b. Hedging instruments and hedged items

Hedging instruments:	Hedged items:
Foreign exchange forward contracts	Foreign currency transactions
Interest rate swap contracts	Interest expense on borrowings

c. Hedging policy

The Company uses financial instruments to hedge market fluctuation risks in accordance with its internal policies and procedures.

d. Assessment method of hedge effectiveness

The Company does not assess hedge effectiveness, because all its forward foreign exchange contracts and interest rate swap contracts are accounted for in the manner described in 6. a. (i) and (ii) above, respectively.

7. Consumption tax

Consumption tax is separately accounted for by excluding it from each transaction amount.

Additional Information

1. Accounting for treasury stock and reversal of legal reserves

Effective April 1, 2002, the Company adopted Accounting Standard on Treasury Stock and Reversal of Legal Reserves , which was issued on February 21, 2002 by Accounting Standard Board of Japan. The effect of adoption to the Company s net income is insignificant.

Due to revision of Regulations Concerning the Terminology, Forms and Preparation Methods of Interim Financial Statements, the Company discloses shareholders equity section of its balance sheet as of September 30, 2002 in accordance with the revised regulation.

Notes to Non-consolidated Balance Sheets

1. Fixed assets for telecommunications businesses include those used in General Type II Telecommunications Carrier business, Special Type II Telecommunications Carrier business and supplementary businesses, because these amounts are not significant. (General Type II Telecommunications business started in November 2001.)

2. Accumulated depreciation of property, plant and equipment

	September 30, 2002	September 30, 2001	March 31, 2002
		(Millions of yen)	
Accumulated depreciation	1,039,966	841,126	927,804

3. As financial institutions in Japan were closed on September 30, 2001 and March 31, 2002, amounts that would normally be settled on these days were collected or paid on the following business days, October 1, 2001 and April 1, 2002, respectively. The effects of the settlements on following business days instead of the end of reporting periods were as follows:

	September 30, 2001	March 31, 2002
	(Billions of yen)	
Cash and bank deposits	Approx. (237)	Approx. (234)
Accounts receivable, trade	Approx. 131	Approx. 127
Accounts payable, other	Approx. 21	Approx. 20
Deposits received	Approx. (127)	Approx. (127)

The deposits received were related to intercompany funds transfer with eight regional subsidiaries (such as NTT DoCoMo Kansai, Inc.).

4. Accounts payable, other, as of September 30, 2002, and September 30, 2001 includes consumption taxes payable of ¥11,341 million and ¥6,220 million, respectively.

5. Guarantee
The Company provides a counter indemnity of a performance guarantee up to HK$25,370 thousand (¥398 million) guaranteeing performance by Hutchison Telephone Company Limited, an affiliate of the Company, with respect to certain contracts or obligations owed to its governmental authorities in relation to its business. The Company has a HK$2,027 thousand (¥31 million) indemnity outstanding as of September 30, 2002.

6. Reduction of additional paid-in capital
In order to secure a source for repurchase of treasury stocks and payment of dividends, and to develop more flexible financing strategy, the Company reduced its additional paid-in capital by ¥1,000,000 million, and transferred such amount to other capital surplus pursuant to Paragraph 2 of Article 289 of the Commercial Code of Japan.

7. Share repurchase

The Company acquired some of its shares during the six months ended September 30, 2002 in order to transfer treasury stocks to the shareholders of the regional subsidiaries in lieu of issuing new shares in the share exchanges effected on November 1, 2002.

(1) Class of shares repurchased:	Shares of Common Stock of the Company
(2) Aggregate number of shares repurchased:	870,000 shares (1.73% of outstanding shares)
(3) Aggregate amount of repurchase price:	¥234,461 million
(4) Method of repurchase:	Repurchase in the market

Notes to Non-consolidated Statements of Income

1. Depreciation expense included in operating expenses:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Millions of yen)	
Property, plant and equipment	126,932	116,401	258,818
Intangible fixed assets	57,965	45,205	94,817

2. Revenues and expenses related to General Type II and Special Type II Telecommunications Carrier businesses are included in supplementary businesses, because these amounts are not significant.

3. Major components of non-operating revenues:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Millions of yen)	
Dividends received	1,784	1,749	1,763
Interest income	51	68	136

4. Major components of non-operating expenses:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Millions of yen)	
Interest expenses (including bond interest)	8,001	6,337	13,688

5. Write-down of investments in affiliated companies:

For the six months ended September 30, 2002, Write-down of investments in affiliated companies relates to the impairment charges recognized on the investments in the following subsidiaries that have overseas investments in affiliated companies.

DCM Capital USA (UK) Limited [Ultimate investee: AT&T Wireless Services, Inc.]	¥338,908 million
DCM Capital NL (UK) Limited [Ultimate investee: KPN Mobile N.V.]	¥107,863 million
DCM Capital LDN (UK) Limited [Ultimate investee: Hutchison 3G UK Holdings Limited]	¥126,078 million

2. LEASES

1. Finance lease transactions which do not transfer ownership to the lessee

(1) Purchase price equivalent, accumulated depreciation equivalent, and book value equivalent of the leased items are as follows:

September 30, 2002

	Purchase price equivalent	Accumulated depreciation equivalent	Book value equivalent
		(Millions of yen)	
Vehicles	889	521	368
Tools, furniture and fixtures	13,365	9,305	4,060
Computer software	230	187	42
Total	14,486	10,014	4,471

September 30, 2001

	Purchase price equivalent	Accumulated depreciation equivalent	Book value equivalent
		(Millions of yen)	
Vehicles	1,150	621	528
Tools, furniture and fixtures	17,008	11,561	5,447
Computer software	213	99	114
Total	18,372	12,282	6,089

March 31, 2002

	Purchase price equivalent	Accumulated depreciation equivalent	Book value equivalent
		(Millions of yen)	
Vehicles	1,035	580	454
Tools, furniture and fixtures	12,252	8,054	4,198
Computer software	298	134	164
Total	13,586	8,769	4,816

Note: The purchase price equivalent is reported as the total amount of lease payments through the life of each lease, including the amount representing interest, because the total amount of future lease payments is not significant in relation to the total property, plant and equipment at the end of each period.

(2) Future minimum lease payments equivalent:

	September 30, 2002	September 30, 2001	March 31, 2002
		(Millions of yen)	
Due within one year	2,737	3,594	2,685
Due after one year	1,734	2,495	2,131
Total	4,471	6,089	4,816

Note: The future minimum lease payments equivalent is reported as the total amount of future minimum lease payments, including the amount representing interest, because the total amount of future minimum lease payments is not significant in relation to the total property, plant and equipment at the end of each period.

(3) Lease expense and depreciation expense equivalent:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Year ended March 31, 2002
		(Millions of yen)	

Lease expense	1,860	2,644	3,517
Depreciation expense equivalent	1,860	2,644	3,517

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(4) Method of calculating depreciation expense equivalent:
Depreciation expense equivalent is computed on a straight-line basis over the lease period with no residual value.

2. Operating Lease Transactions

Future operating lease payments:

	September 30, 2002	September 30, 2001	March 31, 2002
		(Millions of yen)	
Due within one year	7	7	8
Due after one year	9	11	13
Total	17	18	21

3. Marketable Securities

For the six months ended September 30, 2002, and 2001, and for the year ended March 31, 2002, there were no subsidiaries and affiliates shares directly owned by the Company that had readily determinable market value.

Subsequent Events

Share exchanges

The Company completed the share exchanges and made the regional subsidiaries wholly-owned on November 1, 2002. As a result, treasury stock of ¥234,461 million in the accompanying balance sheet as of September 30, 2002 was decreased by ¥231,885 million.

November 7, 2002
NTT DoCoMo, Inc.
[U.S. GAAP]

Consolidated Financial Report for the Six Months Ended September 30, 2002

From April 1, 2002 to September 30, 2002

1. CONSOLIDATED SUMMARY STATEMENTS OF OPERATIONS

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Operating revenues	**23,843**	23,387	455	1.9%
Operating expenses	**17,443**	17,941	(499)	(2.8%)
Operating income	**6,400**	5,446	954	17.5%
Other expense, net	**120**	313	(193)	(61.6%)
Income before income taxes	**6,280**	5,133	1,146	22.3%
Income taxes	**2,643**	2,249	395	17.6%
Equity in net losses of affiliates	**(3,096)**	(1,850)	(1,246)	(67.4%)
Minority interests in earnings of consolidated subsidiaries	**(142)**	(143)	1	0.7%
Cumulative effect of accounting changes	**(357)**		(357)	
Net income (loss)	**42**	892	(850)	(95.3%)

Note 1 The consolidated financial statements have been prepared in accordance with the accounting principles generally accepted in the United States (U.S. GAAP). The figures for the six months ended September 30, 2001 and year ended March 31, 2002 are also restated in accordance with U.S. GAAP.

Note 2 NTT DoCoMo, Inc. (DoCoMo) adopted Emerging Issues Task Force 01-09 (EITF01-09), Accounting for Consideration Given by a Vendor to a Customer or a Reseller of the Vendor s Products from the six months ended September 30, 2002, which decreased operating revenues and expenses for the period by 255.0 billion yen and 245.0 billion yen, respectively. Figures for the six months ended September 30, 2001 were also reclassified and operating revenues and expenses for that period were both decreased by 267.9 billion yen. The adoption also resulted in recognition of cumulative effect of accounting change of 35.7 billion yen in DoCoMo s statement of operations for the six months ended September 30, 2002.

Note 3 Amounts are rounded off per 100 millions of yen throughout this report.

2. CONSOLIDATED SUMMARY BALANCE SHEETS

	September 30, 2002	March 31, 2002	Increase/(Decrease)	% Change
		(100 millions of yen)		
Assets	**56,828**	60,672	(3,844)	(6.3%)
Liabilities	**25,552**	26,717	(1,165)	(4.4%)
[Including] Interest bearing liabilities	**14,582**	14,293	289	2.0%
Minority interests	**1,177**	1,036	140	13.5%
Shareholders equity	**30,100**	32,919	(2,819)	(8.6%)

3. ESTIMATED RESULTS FOR THE FISCAL YEAR ENDING MARCH 31, 2003

	Year ending March 31, 2003	Year ending March 31, 2002	Increase/(Decrease)	% Change
		(100 millions of yen)		
Operating revenues	**46,760**	46,593	167	0.4%
Operating income	**10,120**	10,009	111	1.1%
Income before income taxes	**9,980**	9,564	416	4.4%
Net income (loss)	**1,820**	(1,162)	2,982	

Note 1 With regard to the assumptions and other related matters concerning the above estimated results, please refer to page 12 of separately released Consolidated Semi-annual Financial Statements.

Note 2 As a result of the adoption of EITF01-09 noted above, operating revenues for the year ending March 31, 2003 and 2002 are reduced by 561.0 billion yen and 507.9 billion yen, respectively.

4. BREAKDOWN OF CONSOLIDATED REVENUES AND EXPENSES [U.S. GAAP]

(1) Operating Revenues:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Wireless services	**21,422**	20,607	815	4.0%
[including] Cellular service	**16,404**	16,368	36	0.2%
[including] FOMA service	**55**	0	54	
[including] Packet communications service	**4,173**	3,371	802	23.8%
[including] PHS service	**413**	448	(36)	(8.0%)
[including] Quickcast service	**41**	58	(17)	(28.7%)
Equipment sales	**2,421**	2,781	(360)	(12.9%)
Total operating revenues	**23,843**	23,387	455	1.9%

Note 1 FOMA service revenue includes packet communications service revenue from FOMA subscribers.
Note 2 As a result of the adoption of EITF01-09 noted above, the equipment sales for the six months ended September 30, 2002 and 2001 are reduced by 255.0 billion yen and 267.9 billion yen, respectively.

(2) Operating Expenses:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Personnel expenses	**1,200**	1,145	56	4.9%
Non-personnel expenses	**10,674**	11,468	(794)	(6.9%)
Depreciation and amortization	**3,366**	2,916	449	15.4%
Loss on sale or disposal of property, plant and equipment	**59**	136	(76)	(56.2%)
Communication network charges	**1,978**	2,132	(154)	(7.2%)
Taxes and public dues	**165**	144	21	14.4%
Total operating expenses	**17,443**	17,941	(499)	(2.8%)

Note As a result of the adoption of EITF01-09 noted above, non-personnel expenses for the six months ended September 30, 2002 and 2001 are reduced by 245.0 billion yen and 267.9 billion yen, respectively.

(3) Other (income) expense:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Interest income	**(1)**	(1)	0	30.5%
Interest expense	**88**	82	6	7.5%
Other, net	**32**	231	(199)	(86.0%)
Other expense, net	**120**	313	(193)	(61.6%)

5. CONSOLIDATED STATEMENTS OF CASH FLOWS

	Six Months ended September 30, 2002	Six Months ended September 30, 2001
	(100 millions of yen)	
1. Cash flows from operating activities:		
Net Income	**42**	892
Depreciation and amortization	**3,366**	2,916
Deferred taxes	**(2,242)**	(1,497)
Loss on sale or disposal of property, plant and equipment	**47**	142
Equity in net losses of affiliates	**5,270**	3,113
Minority interests in earnings of consolidated subsidiaries	**142**	143
Cumulative effect of accounting change	**357**	
Decrease in notes and accounts receivable, trade	**3,191**	812
Increase in inventories	**(257)**	(557)
Decrease in accounts payable, trade	**(1,344)**	(716)
(Decrease) increase in accrued taxes on income	**(224)**	449
Increase in liability for employee benefits, net of deferred pension costs	**71**	36
Other, net	**43**	332
Net cash provided by operating activities	**8,462**	6,065
2. Cash flows from investing activities:		
Purchases of property, plant and equipment and other fixed assets	**(4,894)**	(5,752)
Purchases of investments	**(27)**	(142)
Other, net	**22**	21
Net cash used in investing activities	**(4,898)**	(5,873)
3. Cash flows from financing activities:		
Net change in borrowings and other	**286**	(178)
Payments to acquire treasury stock	**(2,345)**	
Principal payments under capital lease obligation	**(38)**	(41)
Dividends paid	**(100)**	(50)
Other, net	**(2)**	(2)
Net cash used in financing activities	**(2,199)**	(271)
4. Net increase (decrease) in cash and cash equivalents (1+2+3)	**1,364**	(78)
5. Cash and cash equivalents at beginning of period	**3,010**	1,184
6. Cash and cash equivalents at end of period (4+5)	**4,375**	1,106
Free cash flows	**3,564**	182

Note Free cash flows = Cash flows from operating activities + Cash flows from investing activities (excluding netpayments for loans, deposits, and other investments)

Adjusted free cash flows (excluding the effects of non-business days of financial institutions)	**1,124**	422

Note The effects of non-business days of financial institutions represent effects of uncollected revenues due to bank holidays on March 31, 2002 and September 30, 2001. The effect for the six months ended September 30, 2002 was 244 billion yen. The effect for the six months ended September 30, 2001 was (24) billion yen, offset by the effect of March 31, 2001 being a bank holiday.

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6. SEGMENT INFORMATION [U.S. GAAP]

	Six months ended September 30, 2002	%	<Reference> Six months ended September 30, 2001 (JPN GAAP)	%
			(100 millions of yen)	
Operating Revenues				
Mobile phone business	**23,258**	**97.6%**	25,369	97.1%
PHS business	**436**	**1.8%**	582	2.2%
Quickcast business	**43**	**0.2%**	59	0.2%
Miscellaneous business	**106**	**0.4%**	118	0.5%
Consolidated operating revenues	**23,843**	**100.0%**	26,129	100.0%
Operating Income				
Mobile phone business	**6,561**		5,811	
PHS business	**(156)**		(276)	
Quickcast business	**(10)**		(35)	
Miscellaneous business	**4**		5	
Consolidated operating income	**6,400**		5,504	

Note 1 Segment information for the six months ended September 30, 2002 is based on U.S. GAAP.
Note 2 Major services of each segment :

(1) Mobile phone business: Cellular service, FOMA service, packet communications service, satellite mobile communications service, in-flight telephone service and equipment sales in each service
(2) PHS business: PHS service and PHS equipment sales
(3) Quickcast business: Quickcast service and Quickcast equipment sales (formerly paging service and Paging equipment sales)
(4) Miscellaneous business: International dialing service, etc.

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[Japanese GAAP]

Non-consolidated Financial Report for the Six Months Ended September 30, 2002

From April 1, 2002 to September 30, 2002

1. NON-CONSOLIDATED SUMMARY STATEMENTS OF INCOME

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Operating revenues	**12,066**	11,803	263	2.2%
Operating expenses	**9,183**	9,240	(57)	(0.6%)
Operating income	**2,883**	2,562	320	12.5%
Non-operating revenues	**35**	39	(4)	(11.0%)
Non-operating expenses	**101**	77	23	30.2%
Recurring profit	**2,817**	2,524	293	11.6%
Special losses	**5,728**	3,008	2,719	90.4%
Income taxes current	**1,158**	1,132	26	2.3%
Income taxes deferred	**(2,385)**	(1,338)	(1,047)	(78.3%)
Net loss	**(1,683)**	(278)	(1,405)	
Retained earnings brought forward	**253**	111	142	127.6%
Unappropriated retained deficit carried forward	**(1,429)**	(166)	(1,263)	

Note Amounts are truncated to the nearest 100 million yen throughout this report.

2. NON-CONSOLIDATED SUMMARY BALANCE SHEETS

	September 30, 2002	March 31, 2002	Increase/(Decrease)	% Change
		(100 millions of yen)		
Assets	**39,704**	42,520	(2,816)	(6.6%)
Liabilities	**19,788**	18,466	1,321	7.2%
[including] Interest bearing liabilities	**12,379**	11,454	925	8.1%
Shareholders equity	**19,916**	24,054	(4,138)	(17.2%)

3. ESTIMATED RESULTS FOR THE FISCAL YEAR ENDING MARCH 31, 2003

	Year ending March 31, 2003	Year ended March 31, 2002	Increase/(Decrease)	% Change
		(100 millions of yen)		
Operating revenues	**24,260**	23,557	702	3.0%
Operating income	**4,560**	4,201	358	8.5%
Recurring profit	**6,400**	4,064	2,335	57.5%
Net income (loss)	**1,250**	(3,107)	4,357	

Note With regard to the assumptions and other related matters concerning the above estimated results, please refer to page 12 of separately released Consolidated Semi-annual Financial Statements.

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4. BREAKDOWN OF NON-CONSOLIDATED REVENUES AND EXPENSES

[Japanese GAAP]

(1) Operating Revenues:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Operating revenues from telecommunication businesses	**10,004**	9,578	426	4.5%
[including] Cellular service	**6,888**	6,930	(42)	(0.6%)
[including] FOMA service	**45**	0	45	
[including] Packet communications service	**1,751**	1,359	392	28.9%
[including] PHS service	**202**	216	(14)	(6.6%)
[including] Quickcast service	**15**	21	(6)	(28.2%)
Operating revenues from supplementary business	**2,062**	2,225	(162)	(7.3%)
TOTAL OPERATING REVENUES	**12,066**	11,803	263	2.2%

Note FOMA service revenue includes packet communications service revenue from FOMA subscribers.

(2) Operating Expenses:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Personnel expenses	**319**	307	11	3.8%
Non-personnel expenses	**5,960**	6,100	(140)	(2.3%)
Depreciation and amortization	**1,848**	1,616	232	14.4%
Loss on sale or disposal of property, plant and equipment	**25**	59	(34)	(57.9%)
Communication network charges	**953**	1,094	(140)	(12.9%)
Taxes and public dues	**75**	62	13	21.8%
TOTAL OPERATING EXPENSES	**9,183**	9,240	(57)	(0.6%)

(3) Non-operating revenues and expenses:

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Non-operating revenues	**35**	39	(4)	(11.0%)
[including] Dividends income	**17**	17	0	2.0%
[including] Rental revenue	**6**	6	0	4.4%
Non-operating expenses	**101**	77	23	30.2%
[including] Interest expense	**80**	63	16	26.3%
[including] Loss on write-off of inventories	**10**	4	6	137.3%

(APPENDIX 1)

Comparison of financial results between U.S. GAAP and Japanese GAAP (Consolidated)

	Consolidated							
		GAAP differences						
	U.S. GAAP	Accounting for commissions paid to agents	Impairment write-downs of investments in affiliates	Deferral of operating revenues and expenses	Employee retirement benefits	Capitalized interest	Others	<Estimates> JPN GAAP
	(100 millions of yen)							
Operating revenues	23,843	2,550		25			0	26,420
Operating expenses	17,443	2,450		25	(11)	(13)	(30)	19,860
Operating income	6,400	100			11	13	30	6,550
Other expense, net / Non operating expenses	120		62			16	10	210
Recurring profit		100	(62)		11	(3)	20	6,350
Income before income taxes	6,280	100	(5,681)		11	(3)	20	730
Net income	42	389	(205)		6	(2)	10	240

Accounting for commissions paid to agents, Accounting for Consideration Given by a Vendor to a Customer or a Reseller of the Vendor s Products (EITF01-09)

Commissions paid by DoCoMo to its agents are recognized as operating expenses as incurred under Japanese GAAP. Under U.S. GAAP, such expenses are presumed to be a reduction of equipment sales and the amount paid to the agents is reclassified as the reduction of equipment sales.

Impairment write-downs of investments in affiliates

Foreign investments are translated at year end exchange rates under Japanese GAAP, except for embedded goodwill which is translated at historical rates. Under U.S. GAAP, investments in equity affiliates are translated at the exchange rate as of the date of the most recent available financial statements of the investee. Translation adjustments are reversed for impairment write-downs or sales of the investments under Japanese GAAP. Under U.S. GAAP, reversals of translation adjustments are only reflected for sale or substantial liquidation of the investment. In addition, under Japanese GAAP, equity in profit/loss of affiliates and impairment of investments in affiliates are booked as non-operating expenses and special losses , respectively, and these amounts are included in pretax income. However, under U.S. GAAP, both of these amounts are booked as equity in net losses of affiliates and the net of tax amounts are included in income after tax.

Deferral of operating revenues and expenses (SEC Staff Accounting Bulletin No.101)

Under Japanese GAAP, registration or new activation revenues for contracts are recognized as operating revenues when they are billed and the relevant direct costs are charged as operating expenses when they are incurred. Under U.S. GAAP, such revenues are deferred and recognized over the period of the services rendered to customers.

Employee retirement benefits

The differences in accounting for costs of employee retirement benefits between U.S. GAAP and Japanese GAAP represent those in actuarial calculations and timing recognition of components thereof including primarily transition adjustment, prior service costs and actuarial gains and losses.

Capitalized interest

Interest costs on borrowings for construction of facilities are not capitalized under Japanese GAAP. U.S. GAAP requires that interest costs for certain qualifying assets incurred during the construction period be capitalized as part of the cost of an asset and expensed over the useful life of the asset as part of the depreciation charge.

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(APPENDIX 2)

REVISION OF ESTIMATED RESULTS FOR THE YEAR ENDING MARCH 31, 2003

[Consolidated]

	Previous estimated results	Adjustments				Revised estimated results
			Impairment	Adjustment of expected business performance	U.S. GAAP adjustment	
			(100 millions of yen)			
Operating revenues	53,740	(6,980)		(1,350)	(5,630)	46,760
Operating expenses	43,290	(6,650)		(1,350)	(5,300)	36,640
Operating income	10,450	(330)			(330)	10,120
Other expense, net	740	(600)	(30)		(570)	140
Income before income taxes	9,710	270	(5,590)		5,860	9,980
Net income	5,110	(3,290)	(3,180)	130	(240)	1,820

[Non-Consolidated]

	Previous estimated results	Adjustments				Revised estimated results
			Impairment	Adjustment of expected business performance	U.S. GAAP adjustment	
			(100 millions of yen)			
Operating revenues	24,860	(600)		(600)		24,260
Operating expenses	20,420	(720)		(720)		19,700
Operating income	4,440	120		120		4,560
Non-operating expenses (revenues)	120	(1,960)		(1,960)		(1,840)
Recurring profit	4,320	2,080		2,080		6,400
Income before income taxes	4,320	(3,650)	(5,730)	2,080		670
Net income	2,520	(1,270)	(3,320)	2,050		1,250

Note With regard to the assumptions and other related matters concerning the above estimated results, please refer to page 12 of the separately released Consolidated Semi-annual Financial Statements.

(APPENDIX 3)

Selected Financial Data & Ratios (Consolidated)

	March 31, 2003 (Forecasts) (a)	March 31, 2002 (b)	Increase / (Decrease) (a) (b)	September 30, 2002 (c)	September 30, 2001 (d)	Increase / (Decrease) (c) (d)
Earnings (loss) per Share	3,644 yen	(2,315 yen)	5,959 yen	84 yen	1,778 yen	(1,694 yen)
Shareholders Equity per Share	67,988 yen	65,601 yen	2,387 yen	61,042 yen	67,856 yen	(6,814 yen)
Return on Assets (ROA)	16.8%	15.8%	1.0 Points	10.7%	8.5%	2.2 Points
Operating Margin	21.6%	21.5%	0.1 Points	26.8%	23.3%	3.5 Points
Return on Capital Employed (ROCE)	21.3%	21.1%	0.2 Points	13.9%	11.4%	2.5 Points
< ROCE after tax effect >	< 12.4% >	< 12.2 % >	< 0.2 Points >	< 8.1% >	< 6.6% >	< 1.5 Points >
Return on Equity (ROE)	5.4%	(3.5%)	8.9 Points	0.1%	2.7%	(2.6) Points
Debt Ratio	28.4%	30.3%	(1.9) Points	32.6%	29.5%	3.1 Points
Equity Ratio	58.7%	54.3%	4.4 Points	53.0%	56.1%	(3.1) Points
EBITDA (100 millions of yen)	17,770	16,806	964	9,813	8,505	1,308
EBITDA Margin	38.0%	36.1%	1.9 Points	41.2%	36.4%	4.8 Points
Free Cash Flows (100 millions of yen)	Approx. 6,170	2,133	4,037	3,564	182	3,382
Adjusted Free Cash Flows (100 millions of yen)	Approx. 3,730	2,333	1,397	1,124	422	702

Notes 1 The denominators to calculate earnings per share are 49,950,584 shares (estimated results), 50,180,000 shares, 49,882,337 shares and 50,180,000 shares for the year ending March 31, 2003, for the year ended March 31, 2002, for the six months ended September 30, 2002 and for the six months ended September 30, 2001, respectively.

2 The denominators to calculate shareholders equity per share are 50,170,441 shares (estimated results), 50,180,000 shares, 49,310,000 shares and 50,180,000 shares for the year ending March 31, 2003, for the year ended March 31, 2002, for the six months end September 30, 2002 and for the six months ended September 30, 2001, respectively.

3 ROCE = Operating Income / (Shareholders Equity + Interest Bearing Liabilities)**

** Shareholders Equity and Interest Bearing Liabilities are the average of two fiscal year ends.

4 Debt Ratio = Interest Bearing Liabilities / (Interest Bearing Liabilities + Shareholders Equity)

5 EBITDA = operating income + depreciation and amortization expenses + losses on sale or disposal of property, plant and equipment.
EBITDA Margin = EBITDA / total operating revenues.

6 Free cash flows = Cash flows from operating activities + Cash flows from investing activities (excluding net payments for loans, deposits, and other investments)

7 Adjusted Free Cash Flows exclude cash flows related to the effect of estimate and actual uncollected revenues due to bank holidays at the end of periods.These effects are 244.0 billion yen (estimated results), (20.0) billion yen, 244.0 billion yen and (24.0) billion yen for the year ending March 31, 2003, for the year ended March 31, 2002, for the six months ended September 30, 2002 and for the six months ended September 30, 2001, respectively.

8 With regard to the assumptions and other related matters concerning the above estimated results, please refer to page 12 of separately released Consolidated Semi-annual Financial Statements.

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(APPENDIX 4)

Results for the six months ended September 30, 2002

1. NUMBER OF SUBSCRIBERS

	As of September 30, 2002	As of September 30, 2001	Increase/(Decrease)	% Change
		(10 thousand subscribers)		
Cellular				
Consolidated	4,203	3,844	359	9.3%
Non-consolidated	1,721	1,578	142	9.0%
FOMA				
Consolidated	14		14	
Non-consolidated	9		9	
i-mode*				
Consolidated	3,488	2,777	711	25.6%
Non-consolidated	1,409	1,076	333	31.0%
PHS				
Consolidated	183	189	(6)	(3.3%)
Non-consolidated	90	90	(0)	(0.5%)
Quickcast				
Consolidated	71	95	(24)	(25.5%)
Non-consolidated	26	34	(9)	(25.0%)

* This includes the number of i-mode subscribers under the FOMA service.
(Consolidated: 120 thousand subscribers, Non-Consolidated: 90 thousand subscribers as of September 30, 2002)

2. CAPITAL EXPENDITURES

	Six months ended September 30, 2002	Six months ended September 30, 2001	Increase/(Decrease)	% Change
		(100 millions of yen)		
Capital expenditures				
Consolidated	4,368	5,283	(915)	(17.3%)
Non-consolidated	2,238	2,788	(549)	(19.7%)

Estimates for the year ending March 31, 2003

1. NUMBER OF SUBSCRIBERS

	As of March 31, 2003	As of March 31, 2002	Increase/(Decrease)	% Change
		(10 thousand subscribers)		
Cellular				
Consolidated	4,330	4,069	261	6.4%
Non-consolidated	1,762	1,665	97	5.8%
FOMA				
Consolidated	32	9	23	257.8%
Non-consolidated	21	8	13	161.3%
i-mode*				
Consolidated	3,670	3,216	454	14.1%
Non-consolidated	1,479	1,281	198	15.4%
PHS				
Consolidated	169	192	(23)	(12.1%)
Non-consolidated	83	92	(9)	(9.3%)

Quickcast				
Consolidated	59	83	(24)	(28.6%)
Non-consolidated	21	30	(8)	(28.4%)

* This includes the number of i-mode subscribers under the FOMA service.
(Consolidated: 290 thousand subscribers, Non-consolidated: 190 thousand subscribers as of March 31, 2003. Consolidated: 80 thousand subscribers, Non-consolidated: 70 thousand subscribers as of March 31, 2002)

2. CAPITAL EXPENDITURES

	Year ending March 31, 2003	Year ended March 31, 2002	Increase/ (Decrease)	% Change
	(100 millions of yen)			
Capital expenditures				
Consolidated	8,910	10,323	(1,413)	(13.7%)
Non-consolidated	4,900	5,768	(868)	(15.1%)

(APPENDIX 5)

[Japanese GAAP]

Summary statements of income of the company and regional subsidiaries

Company name	Operating revenues	Operating income	Recurring profit	Net income (loss)
	(100 millions of yen)			
NTT DoCoMo Hokkaido, Inc.	1,095	242	241	140
NTT DoCoMo Tohoku, Inc.	1,760	437	436	253
NTT DoCoMo, Inc.	12,066	2,883	2,817	(1,683)
NTT DoCoMo Tokai, Inc.	2,784	659	658	383
NTT DoCoMo Hokuriku, Inc.	570	143	143	83
NTT DoCoMo Kansai, Inc.	4,408	951	946	549
NTT DoCoMo Chugoku, Inc.	1,467	277	276	160
NTT DoCoMo Shikoku, Inc.	887	196	196	110
NTT DoCoMo Kyushu, Inc.	2,990	674	676	393

Exhibit 2

Operation Data for 2nd Quarter of 2002

November 7, 2002
NTT DoCoMo, Inc.

		2nd Quarter of 2002 (from July 1, 2002 to September 30, 2002)	First Half of 2002 (from April 1, 2002 to September 30, 2002)	Fiscal 2001 ended March 31, 2002 (full year results)	Fiscal 2002 ending March 31, 2003 (Revised full year forecasts, as of November 7, 2002)
Cellular					
Subscribers	thousands	**42,162**	**42,162**	40,783	43,620
FOMA	thousands	**135.7**	**135.7**	89.4	320
Market Share (1)	%	**58.5**	**58.5**	59.0	
Net Increase	thousands	**700**	**1,379**	4,757	2,840
FOMA	thousands	**21**	**46**	89	230
Aggregate ARPU (PDC) (2)	yen/month/ contract	**8,170**	**8,160**	8,480	7,980
Voice ARPU	yen/month/ contract	**6,460**	**6,490**	6,940	6,290
i-mode ARPU (3)	yen/month/ contract	**1,710**	**1,670**	1,540	1,690
ARPU (FOMA)	yen/month/ contract	**7,250**	**7,500**	8,750	
MOU (4)	minute/month/contract	**171**	**170**	178	167
Churn Rate (5)	%	**1.21**	**1.19**	1.18	1.18
i-mode					
Subscribers	thousands	**34,883**	**34,883**	32,156	36,700
i-appli(TM) compatible (PDC)	thousands	**15,020**	**15,020**	12,540	
i-mode Subscription Rate	%	**82.7**	**82.7**	78.8	84.1
Net Increase	thousands	**1,390**	**2,727**	10,461	4,540
iMenu Sites	sites	**3,240**	**3,240**	2,994	
i-appli	sites	**432**	**432**	270	
Access percentage by content category (6)					
Ringing tone/Screen	%	**39**	**37**	37	
Game/Horoscope	%	**19**	**19**	20	
Entertainment Info	%	**21**	**22**	21	
Information	%	**13**	**13**	12	
Database	%	**5**	**5**	5	
Transaction	%	**3**	**4**	5	
Independent Sites*	sites	**58,835**	**58,835**	53,534	
Percentage of packets transmitted (6)					
Web	%	**86**	**85**	83	
Mail	%	**14**	**15**	17	
ARPU generated purely from i-mode (PDC)	yen/month/ contract	**2,100**	**2,070**	2,200	2,070
PHS					
Subscribers	thousands	**1,829**	**1,829**	1,922	1,690
Market Share (1)	%	**32.5**	**32.5**	33.7	
Net Increase	thousands	**-67**	**-93**	110	-230
ARPU	yen/month/ contract	**3,480**	**3,550**	3,830	3,450
MOU	minute/month/contract	**115**	**116**	121	110
Data Transmission Rate (7)	%	**77.1**	**76.7**	72.5	
Churn Rate (5)	%	**3.46**	**3.36**	3.58	3.50

(1) Source: Telecommunications Carriers Association
(2) ARPU (Average monthly Revenue Per Unit)
Aggregate ARPU (PDC) = Cellular Phone Service ARPU (Voice ARPU) + i-mode ARPU
(3) i-mode ARPU = ARPU generated purely from i-mode x (no. of active i-mode users/no. of active cellular phone users)
No. of active users = (no. of subscribers at the end of previous quarter + no. of subscribers at the end of current quarter)/2 x no. of months
(4) MOU (Minutes of Usage): Average communication time per one month per one user
(5) Churn Rate:
FY: Total number of cancellations for one year/Total subscribers at the end of each month, from March in previous fiscal year to February in current Fiscal year
Q1: Total cancellations for first quarter/Total subscribers at end of each month, from March 2002 to May 2002
(6) Calculation does not include i-mode access via FOMA
(7) Percent of data traffic in total outbound call time
* Formerly called Voluntary Websites
Cautionary Statement

The forecasts presented herein are forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933 and Section 21E of the U.S. Securities Exchange Act of 1934. The full year forecasts of operational data for fiscal 2002 ending March 31, 2003 are forward-looking statements about the future performance of DoCoMo which are based on management's expectations, assumptions, estimates, projections and beliefs in light of information currently available to it. These forward-looking statements are subject to various risks and uncertainties that could cause actual results to be materially different from and worse than as described in the forward-looking statements. Potential risks and uncertainties include, without limitation, DoCoMo's ability to continue to attract and retain subscribers to its services in a wireless communications market experiencing slowing growth; DoCoMo's ability to continue to generate usage among customers; DoCoMo's ability to add capacity to its existing networks; DoCoMo's ability to smoothly expand, acquire subscribers and add capacity as necessary for its FOMA 3G network; DoCoMo's ability to successfully expand internationally through international alliances and investments outside of Japan and achieve expected financial returns; changes in the economic or regulatory environment and DoCoMo's ability to respond and adapt to such changes; DoCoMo's ability to continue to win acceptance of its products and services, which are offered in highly competitive markets characterized by continual new product introductions, rapid developments in technology, subjective and changing consumer preferences; DoCoMo's ability to maintain minutes of use and average monthly revenue per unit at the expected levels; DoCoMo s ability to respond and adapt to volatility and changes in the economic conditions and securities market in Japan and other countries; and DoCoMo s ability to maintain the current state of affairs between communication carriers with regard to DoCoMo s right to set tariffs and forms of interconnection. Further information about the factors that could affect the company's results is included in "Item 3.D: Risk Factors" of its annual report on Form 20-F filed with the U.S. Securities and Exchange Commission on July 10, 2002, which is available in the investor relations section of the company's web page at www.nttdocomo.com and also at the SEC's Public Reference Room at 450 Fifth Street, N.W., Washington, D.C. 20549, about which you may obtain further information by calling 1-800-SEC-0330. The annual report filed on July 10, 2002 is also available at the SEC's web site at www.sec.gov.